UNION PACIFIC RAILROAD COMPANY

345 PARK AVENUE



NEW YORK, N.Y. 10022 NO.

JUL 23 1989-940 AM

KENDOR P. JONES NDOR P. JONES ASSISTANT EASTERN GENERAL COUNSELNO. 0-205 A015

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ICC Washington, D. C.

Hon. Agatha L. Mergenovich Secretary Interstate Commerce Commission Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION July 22, 1980

RECORDATION NO.

Equipment Trust Agreement, dated as OF COMMERCE COMMISSION February 1, 1974, between Chemical Bank, as Trustee, and Union Pacific Railroad Company, as amended by a Letter Agreement, dated April 25, 1974, an Amendatory Agreement, dated as of October 30, 1974, and a Second Amendatory Agreement, dated as of August 1, 1979; Recordation Nos. 7419, 7419-A, 7419-B and 7914-A

Dear Mrs. Mergenovich:

Enclosed herewith are four executed notices and Statements of New Numbers changing the numbers of certain units of trust equipment relative to the above captioned Agreement between Chemical Bank, as Trustee, and Union Pacific Railroad Company.

After filing and recordation, at least two of the notices and Statements of New Numbers should be returned to the undersigned or given to the bearer of this letter.

Also enclosed is a check in the amount of \$10.00, payable to the order of the Interstate Commerce Commission, in payment of the fee associated with the filing and recordation of this document.

Very truly fours,

KPJ:b

Encls.